

BERGMAN STANLEY M  
Form 4  
December 07, 2018

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

**OMB APPROVAL**

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BERGMAN STANLEY M

(Last) (First) (Middle)

C/O HENRY SCHEIN, INC., 135  
DURYEA ROAD

(Street)

MELVILLE, NY 11747

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
HENRY SCHEIN INC [HSIC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/06/2018

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

Chairman, CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3)                | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|---|---|--------------------------------------|---|--|--|---|
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 04/12/2018                              |   | G                                    | V 820   | D \$ 0 <sup>(1)</sup>  | 240,096  | D   |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 08/10/2018                              |   | G                                    | V 1,321   | D \$ 0 <sup>(1)</sup>  | 238,775  | D   |
| Common<br>Stock, par                                 | 08/17/2018                              |   | G                                    | V 25,685  | D \$ 0 <sup>(1)</sup>  | 948,033  | I   |
|  |   |   |                                      |   |  |  | By Spouse<br><sup>(2)</sup>                                       |

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|  |            |   |   |                      |   |                           |         |   |                         |
|--|------------|---|---|----------------------|---|---------------------------|---------|---|-------------------------|
| value<br>\$0.01 per<br>share                         |            |   |   |                      |   |                           |         |   |                         |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 09/04/2018 | G | V | 1,287                | D | \$ 0 <u>(1)</u>           | 237,488 | D |                         |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 09/19/2018 | G | V | 645                  | D | \$ 0 <u>(1)</u>           | 236,843 | D |                         |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 11/09/2018 | G | V | 11,937               | D | \$ 0 <u>(1)</u>           | 224,906 | D |                         |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 11/12/2018 | G | V | 1,330                | D | \$ 0 <u>(1)</u>           | 946,703 | I | By Spouse<br><u>(3)</u> |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 11/13/2018 | G | V | 21,023               | D | \$ 0 <u>(1)</u>           | 203,883 | D |                         |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 11/23/2018 | G | V | 338                  | D | \$ 0 <u>(1)</u>           | 203,545 | D |                         |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 11/27/2018 | G | V | 302                  | D | \$ 0 <u>(1)</u>           | 203,243 | D |                         |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 12/06/2018 | S |   | 4,412<br><u>(4)</u>  | D | \$<br>85.45<br><u>(5)</u> | 942,291 | I | By Spouse<br><u>(6)</u> |
| Common<br>Stock, par<br>value                        | 12/06/2018 | S |   | 12,835<br><u>(4)</u> | D | \$<br>86.33<br><u>(7)</u> | 929,456 | I | By Spouse<br><u>(8)</u> |

|  |            |   |               |   |                  |         |   |                   |
|--|------------|---|---------------|---|------------------|---------|---|-------------------|
| \$0.01 per share                         |            |   |               |   |                  |         |   |                   |
| Common Stock, par value \$0.01 per share | 12/06/2018 | S | 8,185<br>(4)  | D | \$ 87.15<br>(9)  | 921,271 | I | By Spouse<br>(10) |
| Common Stock, par value \$0.01 per share | 12/06/2018 | S | 7,768<br>(4)  | D | \$ 88.24<br>(11) | 913,503 | I | By Spouse<br>(12) |
| Common Stock, par value \$0.01 per share | 12/06/2018 | S | 1,300<br>(4)  | D | \$ 89.07<br>(13) | 912,203 | I | By Spouse<br>(14) |
| Common Stock, par value \$0.01 per share | 12/07/2018 | S | 21,168<br>(4) | D | \$ 85.22<br>(15) | 891,035 | I | By Spouse<br>(16) |
| Common Stock, par value \$0.01 per share | 12/07/2018 | S | 8,390<br>(4)  | D | \$ 86.09<br>(17) | 882,645 | I | By Spouse<br>(18) |
| Common Stock, par value \$0.01 per share | 12/07/2018 | S | 4,942<br>(4)  | D | \$ 87.04<br>(19) | 877,703 | I | By Spouse<br>(20) |
| Common Stock, par value \$0.01 per share |            |   |               |   |                  | 9,039   | I | by 401(k) plan    |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| BERGMAN STANLEY M<br>C/O HENRY SCHEIN, INC.<br>135 DURYEA ROAD<br>MELVILLE, NY 11747 | X Chairman, CEO                  |

## Signatures

/s/ Jennifer Ferrero (as Attorney-in-Fact for Stanley M. Bergman)

12/07/2018

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Gift, not applicable.
- (2) Represents (i) 947,999 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 34 shares held by Mrs. Bergman.
- (3) Represents (i) 946,669 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 34 shares held by Mrs. Bergman. 1
- (4) The sale of shares held by the Bergman Family 2010 Trust 2 is being reported because Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary of the trust. A third party is the other co-trustee. The sale was made as part of the trust's diversification plan.
- (5) The price reflects a weighted average of sales made at prices ranging from \$84.75 to \$85.73 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.
- (6) Represents (i) 942,257 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 34 shares held by Mrs. Bergman.
- (7) The price reflects a weighted average of sales made at prices ranging from \$85.76 to \$86.74 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.

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- (8) Represents (i) 929,422 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 34 shares held by Mrs. Bergman.

The price reflects a weighted average of sales made at prices ranging from \$86.75 to \$87.72 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.

- (10) Represents (i) 921,237 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 34 shares held by Mrs. Bergman.

The price reflects a weighted average of sales made at prices ranging from \$87.74 to \$88.72 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.

- (12) Represents (i) 913,469 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 34 shares held by Mrs. Bergman.

The price reflects a weighted average of sales made at prices ranging from \$88.73 to \$89.33 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.

- (14) Represents (i) 912,169 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 34 shares held by Mrs. Bergman.

The price reflects a weighted average of sales made at prices ranging from \$84.68 to \$85.65 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.

- (16) Represents (i) 891,001 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 34 shares held by Mrs. Bergman.

The price reflects a weighted average of sales made at prices ranging from \$85.67 to \$86.63 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.

- (18) Represents (i) 882,611 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 34 shares held by Mrs. Bergman.

The price reflects a weighted average of sales made at prices ranging from \$86.67 to \$87.49 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.

- (20) Represents (i) 877,669 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 34 shares held by Mrs. Bergman.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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